SAMPANN UTPADAN INDIA LIMITED

Sixteen Annual General Meeting scheduled to be held on Tuesday, September 29, 2026 at 01:00 PM (IST) Through Video Conferencing (VC)/ Other Audio-Visual Means (OAVM)

NOTICE OF THE 16th ANNUAL GENERAL MEETING

Notice is hereby given that the 16th Annual General Meeting of the Members of Sampann Utpadan India Limited (Formerly Known as S. E. Power Limited) will be held on Tuesday, September 29, 2026, at 01:00 P.M., through Video Conferencing (VC) or Other Audio-Visual Means (OAVM), to transact the following business:

ORDINARY BUSINESS

1 **ADOPTION OF AUDITED STANDALONE AND CONSOLIDATED FINANCIAL STATEMENTS**

In this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the financial year ended March 31, 2026, and the Reports of the Board of Directors and Auditors thereon, as circulated to the Members, be and are hereby considered and adopted."

2 **APPOINTMENT OF MR. SANJEETKUMAR GOURISHANKAR RATH (DIN: 08140999) AS A DIRECTOR, LIABLE TO RETIRE BY ROTATION AND BEING ELIGIBLE, OFFERS HIMSELF FOR RE-APPOINTMENT.**

In this regard, to consider and, if thought fit, to pass, with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** in accordance with the provisions of Section 152 and other applicable provisions of the Companies Act, 2013, Mr. Sanjeetkumar Gourishankar Rath (DIN: 08140999), who retires by rotation at this meeting and being eligible, offers himself for re-appointment and is hereby appointed as a Director of the Company."

3 **APPOINTMENT OF STATUTORY AUDITOR**

To appoint the Statutory Auditor of the Company and, in this regard, to consider and, if thought fit, to pass with or without modification(s), the following resolution as an **Ordinary Resolution:**

"**RESOLVED THAT** pursuant to the provisions of section 139, 142 and all other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Audit and Auditors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendations of the Audit Committee and of Board of Directors of the Company, M/s V Doogar And Associates, Chartered Accountants, (Firm Registration No. 042757N), be and is hereby appointed as the Statutory Auditors of the Company for a period of five (5) years, commencing from the conclusion of this Annual General Meeting till the conclusion of 21st Annual General Meeting of the Company to be held in the year 2031 at such remuneration plus applicable taxes and out of pocket expenses, if any, as may be recommended by the Audit Committee and approved by the Board of Directors of the Company."

SPECIAL BUSINESS :

4 **RATIFICATION OF REMUNERATION PAYABLE TO M/S. Y S THAKAR & CO., COST ACCOUNTANTS AS A COST AUDITOR FOR AUDITING THE COST ACCOUNTING RECORDS OF THE COMPANY FOR THE FINANCIAL YEAR 2026-2027.**

To consider and if thought fit, to pass the following as an **Ordinary Resolution:**

"RESOLVED THAT pursuant to the provisions of Section 148 and other applicable provisions of the Companies Act, 2013 and the Rules made thereunder (including any statutory modification(s) or re-enactment(s) thereof, for the time being in force), the remuneration of Rs. 37,500/- (Rupees Thirty-Seven Thousand Five Hundred only) plus out of pocket expenses and applicable taxes, as recommended by the Audit Committee and approved by the Board of Directors of the Company, payable to M/S. Y S Thakar & Co., Cost Accountants (Firm Registration No. 000318) as the Cost Auditor, to conduct an audit of the cost accounting records of the Company for the financial year ended 31st March, 2027, be and is hereby ratified and confirmed."

5 **REVISION IN THE TERMS OF APPOINTMENT OF MR. SANJEET KUMAR GOURISHANKAR RATH, EXECUTIVE DIRECTOR**

In this regard, consider and, if thought fit, pass, with or without modification, the following resolution as a Special Resolution:

"RESOLVED THAT in terms of provisions contained in Sections 196, 197, 198, Schedule V and other applicable provisions, if any, of the Companies Act, 2013 (the "Act") and the Rules framed thereunder, including any statutory modifications or reenactment thereof, and the Articles of Association of the Company and in furtherance of the special resolution passed through Postal Ballot dated May 4, 2023, and Shareholder Resolution passed in the Annual General Meeting dated September 29, 2023, approval of the Members be and is hereby accorded for payment of remuneration to Mr. Sanjeetkumar Gourishankar Rath (DIN: 08140999), Executive Director, as set out in the Explanatory Statement, for the period April 1, 2026 to March 31, 2028.

FURTHER RESOLVED THAT the terms and remuneration as set out in the Explanatory Statement of this Resolution shall be deemed to form part hereof and, in the event of inadequacy or absence of profits during any financial year, the remuneration comprising salary only as approved by the Board of Directors on the recommendation of the Nomination and Remuneration Committee be paid as minimum remuneration to the Executive Director.

FURTHER RESOLVED THAT the Board (which will include its committee thereof) be and is hereby authorised to vary and /or revise the remuneration of Mr. Sanjeetkumar Gourishankar Rath within limits permissible under the Companies Act, 2013 and Schedule V of the Companies Act, 2013 and do all such acts, deeds and things and execute all such documents, instruments and writings as may be required to give effect to the aforesaid Resolution".

Place: New Delhi
Date: August 27, 2026

By Order of the Board of
Sampann Utpadan India Limited
(Formerly Known as S. E. Power Limited)
Sd/
CS Saurabh Agrawal
Membership No. A32635

NOTES

1. An Explanatory Statement as required under Section 102 of the Companies Act, 2013 ("the Act") in respect of the Ordinary and Special Businesses specified above is annexed hereto.

2. Pursuant to the General Circular No. 03/2025 dated September 22, 2025, issued by the Ministry of Corporate Affairs (MCA) and circular issued by SEBI vide circular no. SEBI/ HO/ CFD/ CFDPoD-2/ P/ CIR/ 2024/ 133 dated October 3, 2024 ("SEBI Circular") and other applicable circulars and notifications issued (including any statutory modifications or re-enactment thereof for the time being in force and as amended from time to time, companies are allowed to hold EGM/AGM through Video Conferencing (VC) or other audio visual means (OAVM), without the physical presence of members at a common venue. In compliance with the said Circulars, the AGM shall be conducted via VC/OAVM.

3. Pursuant to Circular No. 14/2020 dated April 08, 2020, issued by the Ministry of Corporate Affairs, the facility to appoint a proxy to attend and cast a vote for the members is not available for this AGM. However, the Body Corporates are entitled to appoint authorised representatives to attend the AGM via VC/OAVM, participate, and cast their votes via e-voting. Further, the attendance slip, including the route map, is not annexed to this Notice.

4. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility to participate in the AGM via VC/OAVM will be available to 1000 members on a first-come, first-served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the EGM/AGM without restriction on a first-come, first-served basis.

5. Members attending the AGM through VC/OAVM shall be counted for the purpose of reckoning the quorum under Section 103 of the Companies Act, 2013.

6. Authorised representatives of the Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorised signatory(ies) who are authorised to vote, to the Scrutinizer by e-mail to scrutinizer.suil@gmail.com with a copy marked to evoting@nsdl.com and cs@suil.in. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.

7. The company is convening the 16th Annual General Meeting (AGM) through VC / OAVM, and no physical presence of members, directors, auditors, and other eligible persons shall be required for this Annual General Meeting.

8. Items mentioned in this AGM Notice are considered unavoidable and form part of this Notice. Further, a statement pursuant to Section 102(1) of the Act, relating to the Special Business to be transacted at the AGM, forms a part of this Notice.

9. As required under Regulation 36(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("SEBI LODR Regulations"), for Item(s) No. 2, is annexed as Annexure-1 to this Notice.

10. Generally, a member entitled to attend and vote at the meeting is entitled to appoint a proxy to attend and vote on a poll instead of himself, and the proxy need not be a member of the Company. Since this AGM is being held via VC/OAVM pursuant to the MCA Circulars, physical attendance by members has been dispensed with. Accordingly, the facility for the appointment of proxies by members will not be available for the AGM; hence, the Proxy Form and Attendance Slip are not annexed hereto. However, Corporate Members are entitled to appoint authorised representatives to attend the AGM via VC/OAVM, participate, and cast their votes through e-voting.

11. Pursuant to the provisions of section 91 of the Companies Act, 2013, the register of members and share transfer books of the Company will remain closed from Wednesday, September 23, 2026, to Tuesday, September 29, 2026, both days inclusive.

12. The Company has fixed Tuesday, September 22, 2026, as the 'Cut-off Date' for determining eligibility of Members who will be eligible to attend and vote at the Meeting. Members of the Company whose names appear on the Register of Members/list of Beneficial Owners, as received from the Depositories, i.e. National Securities Depository Limited ("NSDL") / Central Depository Services (India) Limited ("CDSL") as on the Cut-Off Date shall be entitled to vote on the resolutions set forth in this Notice.

DISPATCH OF NOTICE OF AGM AND ANNUAL REPORT THROUGH ELECTRONIC MODE:

13. In terms of Sections 101 and 136 of the Companies Act, 2013 (the "Act") read with the rules made thereunder, Regulation 36 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 ("SEBI (LODR) Regulations, 2015") and in terms of MCA circular dated December 28, 2022 and SEBI circular dated January 5, 2023, the listed companies may send the notice of AGM and the Annual Report, including financial statements, Boards' Report, etc. by electronic mode in case the meeting is conducted through VC/OAVM. Accordingly, the Notice of the 16th AGM, along with the Annual Report for the financial year ended March 31, 2026, is being sent only electronically to those members whose email addresses are registered with the Company/Depositories. Further, a letter providing a web link for accessing the Notice of the AGM and Annual Report will be sent to those Members who have not registered their email address. If any Member is interested in obtaining a physical copy of the Annual Report for FY 2025-26, they may send a request to the Company at cs@suil.in the Notice of the 16th AGM and Annual Report for financial year ended March 31, 2026 will also be available on the Company's website at www.suil.in website of the Stock Exchanges i.e., BSE Ltd. ('BSE') at www.bseindia.com and National Stock Exchange of India Ltd. ('NSE') at www.nseindia.com and on the website of National Securities Depository Limited (NSDL) Limited at www.evoting.nsdl.com.

14. In this notice, the term member(s) or shareholder(s) are used interchangeably.

15. In this notice, the term member(s) or shareholder(s) are used interchangeably.

- **a.** For receiving all communication (including Annual Report) from the Company electronically:
  Members holding shares in physical mode and who have not registered/updated their email address with the Company are requested to register/update the same by writing to the Company with details of folio number and attaching a self-attested copy of PAN card at cs@suil.in or to the Registrar and Transfer Agent of the Company, M/s Alankit Assignments Limited at ramap@alankit.com.
- **b.** Members holding shares in dematerialised mode are requested to register/update their email addresses with the relevant Depository Participant.

PROCEDURE FOR E-VOTING AT THE AGM:

16. Pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended) the Secretarial Standard on General Meetings (SS-2) issued by the ICSI and Regulation 44 of SEBI (Listing Obligations & Disclosure Requirements) Regulations 2015 (as amended), and the Circulars issued by the Ministry of Corporate Affairs from time to time the Company is providing facility of remote e-Voting to its Members in respect of the business to be transacted at the EGM/AGM. For this purpose, the Company has entered into an agreement with National Securities Depository Limited (NSDL) for facilitating voting through electronic means, as the authorised agency. The facility of casting votes by a member using remote e-Voting system as well as e-voting on the date of the AGM will be provided by NSDL.

17. The voting rights of members shall be in proportion to their shares of the paid-up equity share capital of the Company as on the cut-off date of Tuesday, September 22, 2026.

18. Any person, who acquires shares of the Company and become member of the Company after dispatch of the Notice and holding shares as of the cut-off date i.e Tuesday, September 22, 2026, may obtain the login ID and password by sending a request at evoting@nsdl.co.in or Company's Registrar and Transfer Agent, M/s Alankit Assignments Limited (RTA).

19. A person, whose name is recorded in the register of members or the register of beneficial owners maintained by the depositories as on the cut-off date only, shall be entitled to avail the facility of remote e-voting as well as voting on the day of AGM.

20. The attendance of the Members attending the AGM through VC/OAVM will be counted to reckon the quorum under Section 103 of the Companies Act, 2013.

21. The remote e-voting period begins on Saturday, September 26, 2026, at 9:00 A.M. and ends on Monday, September 28, 2026, at 5:00 P.M. The remote e-voting module shall be disabled by NSDL for voting thereafter.

22. The details of the process and manner for remote e-voting are explained herein below:
The way to vote electronically on the NSDL e-voting system consists of "Two Steps" which are mentioned below:

Step 1 : Access to the NSDL e-voting system
Step 2 : Cast your vote electronically on NSDL e-voting system.

Step 1 : Access to NSDL e-voting system

A) Login method for e-voting for Individual shareholders holding securities in demat mode
In terms of SEBI circular dated December 9, 2020 on e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are advised to update their mobile number and email Id in their demat accounts to access e-Voting facility.

Login method for Individual shareholders holding securities in demat mode is given below:

Type of shareholders	Login Method
Individual Shareholders holding securities in demat mode with NSDL.	1. For OTP based login you can click on https://eservices.nsdl.com/SecureWeb/evoting/evotinglogin.jsp. You will have to enter your 8-digit DP ID,8-digit Client Id, PAN No., Verification code and generate OTP. Enter the OTP received on registered email id/mobile number and click on login. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 2. Existing **IDeAS** user can visit the e-Services website of NSDL Viz. https://eservices.nsdl.com either on a Personal Computer or on a mobile. On the e-Services home page click on the **"Beneficial Owner"** icon under **"Login"** which is available under **'IDeAS'** section, this will prompt you to enter your existing User ID and Password. After successful authentication, you will be able to see e-Voting services under Value added services. Click on **"Access to e-Voting"** under e-Voting services and you will be able to see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be re-directed to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 3. If you are not registered for IDeAS e-Services, option to register is available at https://eservices.nsdl.com. Select **"Register Online for IDeAS Portal"** or click at https://eservices.nsdl.com/SecureWeb/IdeasDirectReg.jsp

	4. Visit the e-Voting website of NSDL. Open web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile. Once the home page of e-Voting system is launched, click on the icon **"Login"** which is available under 'Shareholder/Member' section. A new screen will open. You will have to enter your User ID (i.e. your sixteen-digit demat account number hold with NSDL), Password/OTP and a Verification Code as shown on the screen. After successful authentication, you will be redirected to NSDL Depository site wherein you can see e-Voting page. Click on company name or **e-Voting service provider i.e. NSDL** and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. 5. Shareholders/Members can also download NSDL Mobile App **"NSDL Speede"** facility by scanning the QR code mentioned below for seamless voting experience. **NSDL Mobile App is available on** **App Store** **Google Play**
Individual Shareholders holding securities in demat mode with CDSL	1. Users who have opted for CDSL Easi / Easiest facility, can login through their existing user id and password. Option will be made available to reach e-Voting page without any further authentication. The users to login Easi /Easiest are requested to visit CDSL website www.cdslindia.com and click on login icon & New System Myeasi Tab and then use your existing my easi username & password. 2. After successful login the Easi / Easiest user will be able to see the e-Voting option for eligible companies where the evoting is in progress as per the information provided by company. On clicking the evoting option, the user will be able to see e-Voting page of the e-Voting service provider for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting. Additionally, there is also links provided to access the system of all e-Voting Service Providers, so that the user can visit the e-Voting service providers' website directly. 3. If the user is not registered for Easi/Easiest, option to register is available at CDSL website www.cdslindia.com and click on login & New System Myeasi Tab and then click on registration option.

	4. Alternatively, the user can directly access e-Voting page by providing Demat Account Number and PAN No. from a e-Voting link available on www.cdslindia.com home page. The system will authenticate the user by sending OTP on registered Mobile & Email as recorded in the Demat Account. After successful authentication, user will be able to see the e-Voting option where the evoting is in progress and able to directly access the system of all e-Voting Service Providers.
Individual Shareholders (holding securities in demat mode) login through their depository participants	You can also login using the login credentials of your demat account through your Depository Participant registered with NSDL/CDSL for e-Voting facility. upon logging in, you will be able to see e-Voting option. Click on e-Voting option, you will be redirected to NSDL/CDSL Depository site after successful authentication, wherein you can see e-Voting feature. Click on company name or e-Voting service provider i.e. NSDL and you will be redirected to e-Voting website of NSDL for casting your vote during the remote e-Voting period or joining virtual meeting & voting during the meeting.

Important note: Members who are unable to retrieve User ID/Password are advised to use Forget User ID and Forget Password option available at respective website.

Helpdesk for Individual Shareholders holding securities in demat mode for any technical issues related to login through Depository i.e. NSDL and CDSL.

Login type	Helpdesk details
Individual Shareholders holding securities in demat mode with NSDL	Members facing any technical issue in login can contact NSDL helpdesk by sending a request to evoting@nsdl.com or call at 022 - 4886 7000 and 022 - 4886 7000
Individual Shareholders holding securities in demat mode with CDSL	Members facing any technical issue in login can contact CDSL helpdesk by sending a request at helpdesk.evoting@cdslindia.com or contact at toll free no. 1800-21-09911

B. Login method for e-voting for shareholders other than Individual shareholders holding securities in demat mode and shareholders holding securities in physical mode.

How to Log-in to NSDL e-Voting website?

i. Visit the e-Voting website of NSDL. Open a web browser by typing the following URL: https://www.evoting.nsdl.com/ either on a Personal Computer or on a mobile device.

ii. Once the home page of the e-Voting system is launched, click on the icon "Login" which is available under the 'Shareholder/Member' section.

iii. A new screen will open. You will have to enter your User ID, your Password/OTP and a Verification Code as shown on the screen.

Alternatively, if you are registered for NSDL e-Services, i.e., IDEAS, you can log in at https://eservices.nsdl.com/ with your existing IDEAS login. Once you log-in to NSDL eservices after using your log-in credentials, click on e-Voting and you can proceed to Step 2 i.e. Cast your vote electronically.

iv. Your User ID details are given below :

Manner of holding shares i.e. Demat (NSDL or CDSL) or Physical	Your User ID is:
(a) For Members who hold shares in demat account with NSDL.	8 Character DP ID followed by 8 Digit Client ID For example, if your DP ID is IN300*** and Client ID is 12****** then your user ID is IN300***12******.
(b) For Members who hold shares in demat account with CDSL.	16 Digit Beneficiary ID For example, if your Beneficiary ID is 12************** then your user ID is 12**************
(c) For Members holding shares in Physical Form.	EVEN Number followed by Folio Number registered with the company For example, if folio number is 001*** and EVEN is 101456 then user ID is 101456001***

v. Password details for shareholders other than Individual shareholders are given below:

a. If you are already registered for e-voting, then you can use your existing password to login and cast your vote.

b. If you are using NSDL e-voting system for the first time, you will need to retrieve the 'initial password' which was communicated to you. Once you retrieve your 'initial password', you need to enter the 'initial password' and the system will force you to change your password.

c. How to retrieve your 'initial password'?

i. If your e-mail ID is registered in your demat account or with the Company, your 'initial password' is communicated to you on your e-mail ID. Trace the e-mail sent to you from NSDL from your mailbox. Open the e-mail and open the attachment i.e. a .pdf file. Open the .pdf file. The password to open the .pdf file is your 8 digit client ID for NSDL account, last 8 digits of client ID for CDSL account or folio number for shares held in physical form. The .pdf file contains your 'User ID' and your 'initial password'.

ii. If your e-mail ID is not registered, please follow steps mentioned below in process for those shareholders whose e-mail IDs are not registered.

vi. If you are unable to retrieve or have not received the "Initial password" or have forgotten your password:

a. Click on "Forgot User Details/Password?" (If you are holding shares in your demat account with NSDL or CDSL) option available on www.evoting.nsdl.com.

b. "Physical User Reset Password?" (If you are holding shares in physical mode) option available on www.evoting.nsdl.com.

c. If you are still unable to get the password by aforesaid two options, you can send a request at www.evoting.nsdl.com. mentioning your demat account number/folio number, PAN, name and registered address.

d. Members can also use the OTP based login for casting the votes on the e-voting system of NSDL.

vii. After entering your password, tick on Agree to "Terms and Conditions" by selecting on the check box.

viii. Now, you will have to click on "Login" button.

ix. After you click on the "Login" button, home page of e-voting will open.

Step 2: Cast your vote electronically on NSDL e-voting system.

How to cast your vote electronically on NSDL e-voting system?

- **i.** After successful login at Step 1, you will be able to see all the companies "EVEN" in which you are holding shares and whose voting cycle and General Meeting is in active status.
- **ii.** Select **"EVEN"** of Company Sampann Utpadan India Limited, which is **141716** for which you wish to cast your vote during the remote e-voting period.
- **iii.** Now you are ready for e-voting as the voting page opens.
- **iv.** Cast your vote by selecting appropriate options i.e. assent or dissent, verify or modify the number of shares for which you wish to cast your vote and click on "Submit" and also "Confirm" when prompted.
- **v.** Upon confirmation, the message "Vote cast successfully" will be displayed.
- **vi.** You can also take the printout of the votes cast by you by clicking on the print option on the confirmation page.
- **vii.** Once you confirm your vote on the resolution, you will not be allowed to modify your vote.

General Guidelines for shareholders

1. Institutional shareholders (i.e. other than individuals, HUF, NRI etc.) are required to send scanned copy (PDF/JPG Format) of the relevant Board Resolution/ Authority letter etc. with attested specimen signature of the duly authorized signatory(ies) who are authorized to vote, to the Scrutinizer by e-mail to scrutinizer.suil@gmail.com with a copay marked to evoting@nsdl.com. Institutional shareholders (i.e. other than individual, HUF, NRI etc.) can also upload their Board Resolution / Power of Attorney / Authority Letter etc. by clicking on "Upload Board Resolution / Authority Letter" displayed under "e-Voting" tab in their login.
2. It is strongly recommended not to share your password with any other person and take utmost care to keep your password confidential. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the "Forgot User Details/Password?" or "Physical User Reset Password?" option available on www.evoting.nsdl.com to reset the password.
3. In case of any queries, you may refer the Frequently Asked Questions (FAQs) for Shareholders and e-voting user manual for Shareholders available at the download section of www.evoting.nsdl.com or call on.: 022-4886 7000 or send a request to Pallavi Mhatre, Assistant Vice President, NSDL at evoting@nsdl.com.

23. Process for those shareholders whose email ids are not registered with the depositories for procuring user id and password and registration of e-mail ids for e-voting for the resolutions set out in this notice:

- **i.** In case shares are held in physical mode please provide Folio No., Name of shareholder, scanned copy of the share certificate (front and back), PAN (self attested scanned copy of PAN card), AADHAR (self attested scanned copy of Aadhar Card) by email to cs@suil.in
- **ii.** In case shares are held in demat mode, please provide DPID-CLID (16 digit DPID + CLID or 16 digit beneficiary ID), Name, client master or copy of Consolidated Account statement, PAN (self attested scanned copy of PAN card), AADHAR (self-attested scanned copy of Aadhar Card) to cs@suil.in If you are an Individual shareholder holding securities in demat mode, you are requested to refer to the login method explained at step 1 (A) i.e. **Login method for e-Voting or Individual shareholders holding securities in demat mode.**

iii. Alternatively, shareholders/members may send a request to evoting@nsdl.com in for procuring a user ID and password for e-voting by providing the above-mentioned documents.

iv. In terms of the SEBI circular dated December 9, 2020, on the e-Voting facility provided by Listed Companies, Individual shareholders holding securities in demat mode are allowed to vote through their demat account maintained with Depositories and Depository Participants. Shareholders are required to update their mobile number and email ID correctly in their demat account in order to access the e-Voting facility.

PROCEDURE FOR JOINING THE AGM THROUGH VC / OAVM:

24. Member will be provided with a facility to attend the AGM through VC/OAVM through the NSDL e-Voting system. Members may access by following the steps mentioned above for Access to NSDL e-Voting system. After successful login, you can see the link of "VC/OAVM link" placed under the "Join General Meeting" menu against the company name. You are requested to click on the VC/OAVM link placed under the Join General Meeting menu. The link for VC/OAVM will be available in the Shareholder/Member login, where the EVEN of the Company will be displayed. Please note that the members who do not have the User ID and Password for e-Voting or have forgotten the User ID and Password may retrieve the same by following the remote e-Voting instructions mentioned in the notice to avoid a last-minute rush.

25. The Members can join the AGM in the VC/OAVM mode 15 minutes before and after the scheduled time of the commencement of the Meeting by following the procedure mentioned in the Notice. The facility of participation at the AGM through VC/OAVM is having a capacity to allow participation at least 1000 members on first come first served basis. This will not include large Shareholders (Shareholders holding 2% or more shareholding), Promoters, Institutional Investors, Directors, Key Managerial Personnel, the Chairpersons of the Audit Committee, Nomination and Remuneration Committee and Stakeholders Relationship Committee, Auditors etc. who are allowed to attend the AGM without restriction on account of first come first served basis.

26. Members are encouraged to join the Meeting through Laptops for better experience.

27. Further Members will be required to allow Camera and use Internet with a good speed to avoid any disturbance during the meeting.

28. Members are requested to note that Participants Connecting from Mobile Devices or Tablets or through a Laptop connecting via a Mobile Hotspot may experience Audio/Video loss due to fluctuation in their respective networks. It is therefore recommended to use a stable Wi-Fi or LAN Connection to mitigate any aforesaid glitches.

29. Members who would like to express their views/ask questions during the meeting may register themselves as a speaker by sending their request mentioning their name, demat account number/folio number, email id, and mobile number to cs@suil.in. Those shareholders who have registered themselves as speaker will only be allowed to express their views/ask questions during the meeting.

30. For ease of conduct, members who would like to ask questions/express their views on the items of the businesses to be transacted at the meeting can send in their questions/comments in advance to cs@suil.in on or before September 22 2026 mentioning their name, DP ID Client ID/Folio no., e-mail ID, mobile number, etc. The queries may be raised precisely and in brief to enable the Company to answer the same suitably, depending on the availability of time at the meeting.

PROCEDURE FOR e-VOTING ON THE DAY OF AGM:

31. The procedure for e-Voting on the day of the EGM/AGM is the same as the instructions mentioned above for remote e-voting.

32. Only those Members/ shareholders who will be present in the EGM/AGM through the VC/OAVM facility and have not cast their vote on the Resolutions through remote e-Voting and are otherwise not barred from doing so, shall be eligible to vote through the e-Voting system in the EGM/AGM.

33. Members who have voted through Remote e-Voting will be eligible to attend the EGM/AGM. However, they will not be eligible to vote at the EGM/AGM.

34. The details of the person who may be contacted for any grievances connected with the facility for e-Voting on the day of the EGM/AGM shall be the same person mentioned for Remote e-voting.

PROCEDURE FOR INSPECTION OF DOCUMENTS:

35. The Register of Directors and Key Managerial Personnel and their shareholding maintained under Section 170 of the Act, the Register of Contracts or Arrangements in which the Directors are interested, maintained under Section 189 of the Act, and the relevant documents referred to in the Notice will be available electronically for inspection by the members during the AGM.

36. All documents referred to in the Notice will also be available electronically for inspection without any fee by the members from the date of circulation of this Notice up to the date of AGM. Members seeking to inspect such documents can send an email to cs@suil.in

37. Members seeking any information about the accounts or any matter to be placed at the AGM are requested to write to the Company at least seven working days through email on cs@suil.in. The same will be replied to by the Company suitably.

SCRUTINISER FOR ANNUAL GENERAL MEETING:

38. The Board of Directors has appointed Mr Satish Kumar Jadon, Practising Company Secretary (FCS No. 9512), as the Scrutiniser for the e-voting process and voting at the venue of the Annual General Meeting fairly and transparently.

39. The Scrutiniser shall, immediately after the conclusion of voting at the Annual General Meeting, first count the votes cast at the meeting, thereafter unlock the votes through e-voting in the presence of at least 2 (two) witnesses, not in the employment of the Company and make, not later than 2 (Two) days from the conclusion of the meeting, a consolidated Scrutiniser's report of the total votes cast in favour or against, if any, to the Company, who shall countersign the same.

40. The results declared along with the Scrutiniser's report shall be placed on the Company's website www.suil.in and the website of NSDL https://evoting.nsdl.co.in and shall also be communicated to the Stock Exchanges.

41. The Resolutions shall be deemed to be passed at the Annual General Meeting of the Company scheduled to be held on Saturday, September 29, 2026.

OTHER INFORMATION:

42. Securities and Exchange Board of India (SEBI) has mandated that securities of listed companies can be transferred only in dematerialised form w.e.f. April 1, 2019. Accordingly, the Company / RTA has stopped accepting any fresh lodgement of transfer of shares in physical form. Members holding shares in physical form are advised to avail of the dematerialisation facility.

43. Further, as an on-going measure to enhance ease of dealing in security markets by investors Securities and Exchange Board of India (SEBI) vide its circular having reference no. SEBI/HO/MIRSD/MIRSD_RTAMB/P/CIR/2022/8 dated January 25, 2022, has mandated that the listed companies shall henceforth issue the securities in dematerialised form only while processing the following service request:

i. Issue of duplicate securities certificate;
ii. Claim from Unclaimed Suspense Account;
iii. Renewal / Exchange of securities certificate;
iv. Endorsement;
v. Sub-division/ Splitting of securities certificate;
vi. Consolidation of securities certificates/folios;
vii. Transmission; and
viii. Transposition

44. Pursuant to SEBI circulars, the Company has sent communication to the members holding shares in physical form requesting them to furnish the required details.

45. Members holding shares in physical mode are:

a) required to submit their Permanent Account Number (PAN) and bank account details to the Company / RTA, if not registered with the Company/ RTA, as mandated by SEBI, by writing to the Company at cs@suil.in or to RTA at ramap@alankit.com along with the details of folio no., self-attested copy of PAN card, bank details (Bank account number, Bank and Branch Name and address, IFSC, MICR details) and cancelled cheque.

b) pursuant to section 72 of the Companies Act, 2013, are advised to file a nomination in the prescribed Form SH- 13 with the Company's share transfer agent. In respect of shares held in electronic/demat form, the Members may don't hesitate to get in touch with their respective Depository Participants

46. Members holding shares in electronic mode are:

a) requested to submit their PAN and bank account details to their respective Depository Participants ("DPs") with whom they are maintaining their demat accounts.

b) advised to contact their respective DPs for registering the nomination.

47. Non-Resident Indian members are requested to inform RTA / respective DPs, immediately of:

a) Change in their residential status on return to India for permanent settlement.

b) Particulars of their bank account maintained in India with complete name, branch, account type, account number and address of the bank with pin code number, if not furnished earlier.

EXPLANATORY STATEMENT

Pursuant to provisions of Section 102 of the Companies Act, 2013

Item No. 3

Information about Statutory Auditors pursuant to Regulation 36(5) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015: -

In terms of appointment of D.Tayal & Jain, Chartered Accountants, (Firm Regd No. 011181C) as Statutory Auditors at the 11th Annual General Meeting of the Company held on September 29, 2021, the term of M/s D.Tayal & Jain, Chartered Accountants (Firm Regd No. 011181C) will be completed at the conclusion of 16th Annual General Meeting and in terms of provisions of Section 139 (1) of Companies Act, 2013, M/s D.Tayal & Jain, Chartered Accountants (Firm Regd No. 011181C), cannot be re-appointed as Statutory Auditors. Accordingly, the Company has approached M/s V Doogar & Associates (Firm Regd No. 042757N) for their appointment as Statutory Auditors of the Company for a term of five consecutive years from the conclusion of 16th Annual General Meeting until the conclusion of 21st Annual General Meeting of the Company and received the consent of M/s V Doogar & Associates (Firm Regd No. 042757N), along with a confirmation that, their appointment, if made, by the members, would be within the limits prescribed under the Companies Act, 2013, as amended from time to time.

The Company has received a Consent Letter and eligibility certificate from V Doogar & Associates (Firm Regd No. 042757N) , to act as Statutory Auditors of the Company, along with a confirmation that their appointment, if made, would be within the limits prescribed under the Companies Act, 2013.

V Doogar & Associates, established in 2024, is a distinguished professional services firm having a registered place of business in Gurugram, Haryana. The firm is led by two partners and supported by a diverse team of Chartered Accountants (CA's), MBAs, and experts from various professional domains. Specialising in a multidisciplinary approach, the firm offers a comprehensive range of services, including audit and assurance, taxation, advisory, and more.

The Engagement Partner has extensive experience in conducting statutory audits for various listed entities, large manufacturing companies, and NBFCs in India. Additionally, the Engagement Partner has expertise in valuation services and corporate consultancy.

In terms of Section 138 of the Act, the appointment, if approved by the Members, shall be for five consecutive years.

It is proposed to pay a fee of up to Rs. 4.80 Lakhs per annum, and out-of-pocket expenses, if any, and such other remuneration as may be recommended by the Audit Committee and approved by the Board of Directors. The proposed fee is Rs. 1.20 Lakhs per annum higher than the fee paid to the previous auditors, i.e., M/s D. Tayal & Jain, Chartered Accountants. The material change in the proposed fee to be paid to M/s V Doogar & Associates, Chartered Accountants, is due to an increase in the area of work and size of the Firm.

Board recommends the Ordinary Resolution as set out at item no. 3 in this Notice for approval of the members of the Company.

None of the Directors, Key Managerial Personnel, or their relatives is interested, either financially or otherwise, in the resolution.

Item No. 4

Ratification of remuneration payable to M/s. Y.S. Thakar Co., Cost Accountants (Firm Registration No. 000318) as Cost Auditor for auditing the cost accounting records of the Company for the financial year 2026-2027.

As per the Notification dated 14th July, 2016, issued by the Ministry of Corporate Affairs regarding the Companies (Cost Records and Audit) Rules, 2014, the provisions relating to the auditing of cost accounting records are applicable to the Company with effect from 1st April, 2026. Accordingly, the audit of the Company's cost accounting records is mandatory for the financial year 2026-27.

M/s. Y.S. Thakar Co., Cost Accountants (Firm Registration No. 000318), as required under Section 141 of the Companies Act, 2013, has confirmed its eligibility to conduct the audit of the cost accounting records of the Company for the financial year 2026- 27 and has consented to act as the Cost Auditor of the Company.

At the recommendation of the Audit Committee, the Board of Directors has approved the appointment of M/s. Y.S. Thakar Co., Cost Accountants (Firm Registration No. 000318) as the Cost Auditors to conduct the audit of the cost records of the Company for the financial year 2026-27 at a remuneration of Rs. 37,500/- p.a. plus out-of-pocket expenses and taxes.

Section 148 (3) of the Companies Act, 2013, read with Rule 14 of the Companies (Audit and Auditors) Rules, 2014, requires the remuneration payable to the Cost Auditors to be ratified/approved by the Members of the Company. Accordingly, the Members' approval is sought to pass an Ordinary Resolution on the remuneration payable to the Cost Auditors for the financial year 2026-27.

None of the Directors, Key Managerial Personnel of the Company, or their relatives are in any way concerned with or interested in the Resolutions.

The Board of Directors recommends the Ordinary Resolution for approval by the Members.

Item No.5

Revision in the terms of appointment of Mr Sanjeet Kumar Gourishankar Rath, Executive Director

The Members of the Company, through a Postal Ballot dated May 4, 2023, had appointed Mr Sanjeet Kumar Gourishankar Rath as an Executive Director of the Company, effective from June 28, 2023, for a period of five years, up to June 27, 2028. Pursuant to the provisions of Section 196, 197 and 198 of the Companies Act, 2013 read with Schedule V, a company having inadequate, may, subject to certain conditions including the passing of a special resolution, pay such remuneration to its managerial personnel as may be decided by the Board of Directors on the recommendation of the Nomination and Remuneration Committee. On September 29, 2023, the shareholders of the Company passed a Resolution to increase the Remuneration of Mr Sanjeet Kumar Gourishankar Rath.

The Company had inadequate profits, and therefore the remuneration paid/accrued to the Executive Director would exceed the limits prescribed under the relevant provisions of the Companies Act, 2013. The Nomination and Remuneration Committee and the Board of Directors have, at their respective meeting held on August 27, 2026, subject to the approval of the members of the Company, accorded their approvals for payment of the following remuneration to Mr Sanjeet Kumar Gourishankar Rath.

i. Upto Rs. 4,00,000/- Per Month (Rupees Four Lakh Per Month) as may be decided by the Board on recommendation of the Nomination and Remuneration Committee;

ii. Period- For April 1, 2026, to March 31, 2028;

iii. For the Current Financial Year, effective from April 1, 2026, is Rs. 3,33,333/- Per Month (Rupees Three Lakh Thirty-Three Thousand Three Hundred Thirty-Three Only Per Month), subject to the approval of the Shareholders.

iv. Reimbursement of all the expenses incurred for the business purposes of the Company.

The revised remuneration shall comprise salary, allowances, perquisites and other benefits as approved by the Board/Nomination and Remuneration Committee.

Approval of the Members is sought by way of a Special Resolution under Section 197 read with Schedule V of the Companies Act, 2013, as amended, for the payment of remuneration to Mr Sanjeet Kumar Gourishankar Rath for their valuable time and contributions made to the Company.

Save and except the above, none of the Directors or Key Managerial Personnel of the Company or their relatives, except Mr Sanjeet Kumar Gourishankar Rath and his relatives, is/are concerned or interested, in any manner in the passing of the proposed Resolution set out at Item No. 5 of the Notice, except to the extent of their shareholding in the Company, if any.

ANNEXURE TO THE NOTICE

DETAILS OF DIRECTORS SEEKING APPOINTMENT/ RE-APPOINTMENT VIDE NOTICE DATED AUGUST 22, 2025.

THE DETAILS OF DIRECTORS IN ACCORDANCE WITH THE SECRETARIAL STANDARDS ("SS-2") AND REGULATION 36 (3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE REQUIREMENTS) REGULATIONS, 2015 ARE AS UNDER:

1. Mr. Sanjeetkumar Gourishankar Rath

Name of Director	Sanjeet Kumar Gourishankar Rath
DIN	08140999
Date of Birth	April 4, 1985
Age	Aged about 41 Years
Qualification	Degree of Bachelor of Engineering
Expertise in Specific Functional Areas / Experience	His areas of expertise include designing, developing, installing, managing, and maintaining equipment which are used to monitor and control engineering systems, machinery, and processes.
Designation (at which appointment to be made)	Executive Director
Shareholding in the Company as on the date of this Notice	Nil
Remuneration last drawn	Rs. 3,00,000/- P.M.
Number of meetings of the Board attended during the financial year (2023-24)	Seven
List of Other companies in which Directorship on the Date of this Notice	Shubham Electrochem Limited
Chairman / Member of the Committee of the Board across all other public companies of which he is a director as on the date of this Notice	Nil
Relationship between Directors inter-se	No Relationship with other Directors

ANNEXURE- 2 TO THE NOTICE DATED AUGUST 22, 2025
THE STATEMENT CONTAINING ADDITIONAL INFORMATION AS REQUIRED IN SCHEDULE V OF THE COMPANIES ACT, 2013

<table>
<tr><td colspan="2">General Information:</td></tr>
<tr><td>(a) Nature of industry</td><td>The company is engaged in power generation through wind energy and Rubber reclamation from waste tyres.</td></tr>
<tr><td>(b) Date or expected date of commencement of commercial production.</td><td>Power Generation- 30th September, 2010
Rubber Reclamation - March 26, 2014</td></tr>
<tr><td>(c) In case of new companies, expected date of commencement of activities as per project approved by financial institutions appearing in the prospectus</td><td>Not applicable</td></tr>
<tr><td>(d) Financial performance</td><td>During the year 2025-26, the Company's sales increased to Rs. 1,34,68.58 Lakhs, as against Rs. 9,263.63 Lakhs in the previous year, an increase of 49.39%. However, due to a challenging business environment for the reclaim rubber industry and rising operational costs, the Company reported a profit of Rs. 679.29 Lakhs during the financial year 2025-26.</td></tr>
<tr><td>(e) Foreign investments or collaborators, if any</td><td>The Company does not have any collaboration. Foreign shareholding as on March 31, 2026 as under:
<table><tr><th>Category</th><th>No. of Shares</th><th>%</th></tr><tr><td>FII/FPI</td><td>97,38,398</td><td>19.95</td></tr><tr><td>NRI</td><td>1,86,126</td><td>0.38</td></tr><tr><td>Foreign body corporate</td><td>38,26,956</td><td>7.84</td></tr></table></td></tr>
<tr><td>Information about the Managing Director</td><td>Mr. Sanjeet Kumar Gourishnakar Rath (Executive Director)</td></tr>
<tr><td>a) Background details</td><td>Mr Sanjeetkumar Gourishankar Rath has a proven track record of more than 17 years in managing plant operations as Plant Head, involving Production, Production Planning and Control (PPC), Quality Management, Logistics and Warehousing.</td></tr>
<tr><td>b) Past remuneration</td><td><table><tr><th>Financial Year</th><th>Amount Rs. in Lakh</th></tr><tr><td>2023-24</td><td>27.72</td></tr><tr><td>2024-25</td><td>29.52</td></tr><tr><td>2025-26</td><td>36.00</td></tr></table></td></tr>
<tr><td>c) Recognition or awards</td><td>NIL</td></tr>
<tr><td>d) Job profile and his suitability</td><td>Mr Sanjeetkumar Gourishankar Rath is responsible for overseeing all operational activities at the plant and the day-to-day marketing of the Company's products. He, being an engineer and having good experience in the field of operation, quality control and marketing, is suitable towards achievement of the common objectives of the Company and exercises powers under the supervision and superintendence of the Board of the Company.</td></tr>
<tr><td>e) Remuneration proposed</td><td>It is proposed to pay up to Rs. 40.00 Lakhs Per Annum. (3,33,333 per month only for the current Financial Year) as remuneration, subject to terms and conditions as set out under Section 196, 197, and Schedule V of the Companies Act, 2013.</td></tr>
<tr><td>f) Comparative remuneration profile with respect to industry, size of the Company, profile of the position, and person</td><td>The remuneration proposed for Mr Sanjeetkumar Gourishankar Rath is comparable to that drawn by peers in similar capacities in the industry and is commensurate with the size of the Company. Moreover, in his capacity as Executive Director of the Company, Mr Sanjeetkumar Gourishankar Rath devotes substantial time to overseeing the Company's operations.</td></tr>
</table>

g) Pecuniary relationship directly or indirectly with the Company, or relationship with	Besides the remuneration proposed, Mr. Sanjeetkumar Gourishankar Rath does not have any pecuniary relationship with the Company. Mr Sanjeetkumar Gourishankar Rath, Executive Director, does not hold equity shares in the Company.
Other information	
(a) Reasons of loss or in adequate profits	The Company is currently experiencing lower profits due to a challenging business environment and rising key raw material prices, as the reclaimed rubber market primarily thrives on creating new products from discarded consumer goods. The company is also facing stiff competition from Virgin Rubber Products, particularly regarding processing costs and the unfavourable environmental conditions that hinder wind power generation.
(b) Step taken or proposed to be taken for improvement	The Company has embarked on a series of strategic and operational measures that are expected to result in improvement in the present position. The Company has also strategically planned to address productivity issues and increase revenue, and has implemented measures to reduce costs and improve the bottom line.
(c) Expected increase in productivity and profits in measurable terms	The Management of the Company has taken various initiatives to improve market share and financial performance. It has been aggressively pursuing and implementing its strategies to improve financial performance.